



RECLAIMS GLOBAL LIMITED

Company Registration No. 201834755M
(Incorporated in the Republic of Singapore)

3 May 2024

Dear Shareholders,

We are pleased to enclose printed copies of the Notice of Annual General Meeting (“**AGM**”) and Proxy Form for Reclaims Global Limited’s (“**Reclaims**” or the “**Company**”) upcoming AGM to be held at 10 Tuas South Street 7, #03-00, Singapore 637114 on Monday, 27 May 2024 at 10.00 a.m..

In line with the Group’s sustainability strategy, we will be discontinuing the practice of mailing the Company’s annual reports to shareholders. Instead, the Company’s Annual Report for the financial year ended 31 January 2024 (“**AR 2024**”) and Appendix to the Notice of AGM in relation to the Proposed Renewal of the Interested Person Transactions Mandate (“**Appendix**”) will be available for download from the Company’s corporate website at the URL (<https://www.reclaims.sg>) and the Singapore Exchange Securities Trading Limited’s website at the URL (<https://www.sgx.com/securities/company-announcements>) from the date of this letter. You will need an internet browser and PDF reader to view these documents.

We sincerely hope that you will join our sustainability efforts and embrace e-communications. However, if you still wish to receive printed copies of the AR 2024 and Appendix, please complete the Request Form below and return it to the Company’s registered office address at 10 Tuas South Street 7, #03-00, Singapore 637114 by post or email to agm@reclaims.sg no later than 17 May 2024.

By completing, signing and returning this Request Form to us, you agree and acknowledge that we and/or our service provider may collect, use and disclose your personal data, as contained in your submitted Requested Form, for the purpose of processing and effecting your request.

Yours faithfully,
For and on behalf of
RECLAIMS GLOBAL LIMITED

Toh Yang Wee
Wong Yoen Har
Company Secretaries

REQUEST FORM

To : RECLAIMS GLOBAL LIMITED

NB: Please tick accordingly. Incomplete or incorrectly completed forms will not be processed.

I/We wish to receive printed copies of the AR 2024 and the Appendix.

Name(s) of Shareholder(s): _____

NRIC/Passport Number(s): _____

UEN/CDP/CPFIS/SRS Number: _____

Mailing Address: _____

Signature(s): _____

Date: _____



Affix
Postage
Stamp

RECLAIMS GLOBAL LIMITED

10 Tuas South Street 7
Singapore 637114

RECLAIMS GLOBAL LIMITED

(Company Registration No. 201834755M)
(Incorporated in the Republic of Singapore)

NOTICE OF OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“**AGM**”) of Reclaims Global Limited (the “**Company**”) will be held at 10 Tuas South Street 7, #03-00, Singapore 637114 on Monday, 27 May 2024 at 10.00 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements for the financial year ended 31 January 2024 together with the Independent Auditor’s Report thereon. **(Resolution 1)**
2. To declare a final tax exempt (one-tier) dividend of 0.2 Singapore cent per share for the financial year ended 31 January 2024. **(Resolution 2)**
3. To re-elect Mr Chan Chew Leh who is retiring pursuant to Regulation 105 of the Constitution of the Company. **(Resolution 3)**
See Explanatory Note (i)
4. To re-elect Ms Chan Bih Tzy who is retiring pursuant to Regulation 105 of the Constitution of the Company. **(Resolution 4)**
See Explanatory Note (ii)
5. To approve the payment of Directors’ Fees of S\$94,000 for the financial year ending 31 January 2025, to be paid half yearly in arrears. (FY2024: S\$90,000) **(Resolution 5)**
6. To re-appoint Messrs RSM SG Assurance LLP as the Independent Auditor of the Company and to authorise the Directors of the Company to fix their remuneration. **(Resolution 6)**
7. To transact any other ordinary business which may properly be transacted at an AGM.

AS SPECIAL BUSINESS

To consider, and if thought fit, to pass the following resolutions as Ordinary Resolutions with or without modifications:

8. **Authority to allot and issue shares**

That pursuant to Section 161 of the Companies Act 1967 of Singapore (“**Companies Act**”) and the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) (the “**Catalist Rules**”), authority be and is hereby given to the Directors of the Company to:

- (A) (i) allot and issue shares in the capital of the Company (“**Shares**”) whether by way of rights, bonus or otherwise; and/or

- (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (B) (notwithstanding that this authority may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors of the Company while this authority was in force,

provided that:

- (1) the aggregate number of Shares to be issued pursuant to this authority (including Shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed one hundred per cent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below) (“**Issued Shares**”), of which the aggregate number of Shares to be issued other than on a pro-rata basis to the existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed fifty per cent (50%) of the total number of Issued Shares;
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the percentage of Issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this authority is given, after adjusting for:
 - (i) new Shares arising from the conversion or exercise of any convertible securities;
 - (ii) new Shares arising from the exercise of share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (iii) any subsequent bonus issue, consolidation or sub-division of Shares.

Adjustments in accordance with sub-paragraphs (2)(i) and (2)(ii) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution;

- (3) in exercising the authority conferred by this Resolution, the Directors of the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) this authority shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.

(Resolution 7)

See Explanatory Note (iii)

9. **Renewal of the General Mandate for Interested Person Transactions**

That for the purposes of Chapter 9 of the Catalyst Rules:

- (a) approval be and is hereby given for the renewal of the general mandate as described in the appendix to this Notice of AGM (the “**Appendix**”), permitting the Entities at Risk (as defined in the Appendix) to enter into any Mandated Transactions (as defined in the Appendix) with the Mandated Interested Persons (as defined in the Appendix), provided that such Mandated Transactions are carried out on normal commercial terms which are not prejudicial to the interests of the Company and its minority shareholders and are in accordance with the guidelines and review procedures for Mandated Transactions as set out in the Appendix (the “**IPT General Mandate**”);
- (b) the IPT General Mandate shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next annual general meeting of the Company; and
- (c) authority be given to the Directors of the Company to complete and do all such acts and things (including executing all such documents as may be required) as they may consider necessary, desirable or expedient to give effect to the IPT General Mandate as they may think fit. **(Resolution 8)**

See Explanatory Note (iv)

BY ORDER OF THE BOARD

Toh Yang Wee
Wong Yoen Har
Company Secretaries
Singapore, 3 May 2024

Explanatory Notes:

- (i) Ordinary Resolution 3 in item 3 above is to re-elect Mr Chan Chew Leh who is retiring pursuant to Regulation 105 of the Constitution of the Company. Mr Chan Chew Leh will, upon re-election as Director of the Company, remain as Executive Chairman of the Company and will be considered non-independent.
- (ii) Ordinary Resolution 4 in item 4 above is to re-elect Ms Chan Bih Tzy who is retiring pursuant to Regulation 105 of the Constitution of the Company. Ms Chan Bih Tzy will, upon re-election as Director of the Company, remain as Executive Director and Chief Operating Officer of the Company and will be considered non-independent.

Detailed information on the Directors who are proposed to be re-appointed as Directors of the Company can be found under sections “Board of Directors” and “Additional Information on Directors Seeking Re-Election” in the Annual Report for the financial year ended 31 January 2024.

- (iii) Ordinary Resolution 7 in item 8 above, if passed, will empower the Directors from the date of the above AGM until the date of the next annual general meeting, to allot and issue Shares and/or Instruments. The aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted) which the Directors may allot and issue under this Resolution, shall not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings). For issues of Shares and convertible securities other than on a pro-rata basis to all shareholders, the aggregate number of Shares and convertible securities to be issued shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings). This authority will, unless previously revoked or varied at a general meeting, expire at the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is earlier. However, notwithstanding the cessation of this authority, the Directors are empowered to issue Shares pursuant to any convertible securities issued under this authority.
- (iv) Ordinary Resolution 8 in item 9 above, if passed, will authorise the Entities at Risk to enter into the Mandated Transactions with the Mandated Interested Persons which are recurring in the financial year and will empower the Directors of the Company to do all acts necessary to give effect to the IPT General Mandate. This authority will, unless previously revoked or varied by the Company in a general meeting, expire at the conclusion of the next annual general meeting of the Company. Please refer to the Appendix for more information on the IPT General Mandate.

Important Notes:**General:**

1. The AGM will be held in a wholly physical format at 10 Tuas South Street 7, #03-00, Singapore 637114 on Monday, 27 May 2024 at 10.00 a.m..
2. Members and duly appointed proxy(ies) and representative(s) will be able to ask questions and vote at the AGM by attending the AGM in person. There will be no option for members to participate virtually.

Voting:

3. A member who is not a relevant intermediary may appoint not more than two (2) proxies to attend, speak and vote in their stead. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she/they specify the proportion of the shareholding to be represented by each proxy.
4. Investors who hold shares through relevant intermediaries as defined in Section 181 of the Companies Act 1967 of Singapore, including investors under the Supplementary Retirement Scheme ("**SRS Investors**"), who wish to exercise their votes by appointing proxy(ies) should approach their SRS Operators to submit their voting instructions at least seven (7) working days before the AGM (no later than **10.00 a.m. on 14 May 2024**).

A member who is a relevant intermediary may appoint more than two (2) proxies to attend, speak and vote at the AGM but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy(ies).

"**Relevant Intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.

5. A proxy, and the Chairman of the AGM, as proxy, need not be a member of the Company.
6. The instrument appointing a proxy(ies) must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing a proxy(ies) is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged.
7. The instrument appointing a proxy(ies) has been sent by post to the members and may be accessed via SGXNET at URL (<https://www.sgx.com/securities/company-announcements>) and the Company's website at URL (<https://www.reclaims.sg>). The instrument appointing a proxy(ies) must be submitted by:
 - (a) mail to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
 - (b) email to agm@reclaims.sg.

in either case, not less than seventy-two (72) hours before the time fixed for the AGM (**no later than 10.00 a.m. on 24 May 2024**), failing which, the instrument of proxy shall not be treated as valid.

8. A depositor shall not be regarded as a member of the Company entitled to attend and vote at the AGM unless his/her name appears on the Depository Register not less than seventy-two (72) hours before the time of the AGM.

Submission of Questions in Advance:

9. A member may also submit questions relating to the items on the agenda of the AGM at least seven (7) calendar days after publication of the Notice of AGM i.e. by 10.00 a.m. on 11 May 2024 (the "**Cut-off Time**"):
 - (a) in hard copy by mail to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
 - (b) by email to agm@reclaims.sg.

When submitting questions by post or via email, members should also provide information such as full name as per CDP records, identification number and the manner in which he/she/they hold the Shares e.g. via CDP or SRS.

10. The Company will consider all questions and endeavour to address the substantial and relevant questions before or during the AGM. The responses to questions from members received before the Cut-off Time will be posted on the SGXNET and the Company's website prior to the closing date and time for the lodgement of the proxy forms i.e. 10.00 a.m. on 24 May 2024. If there are substantial and relevant questions received after the Cut-off Time, the Company will endeavour to respond to them during the AGM, and the responses will be included in the minutes of the AGM which will be published on the SGXNET and the Company's website within one (1) month after the date of the AGM.

Access to all documents relating to the business of the AGM:

11. Printed copies of this Notice of AGM and Proxy Form have been sent by post to the members. Copies of Notice of this AGM, Proxy Form and Annual Report 2024 have also been disseminated to members via SGXNET. Printed copies of the Annual Report 2024 and the Appendix will not be sent to the members. Instead, members may access the Annual Report 2024 via SGXNET and the Company's corporate website. A member may request a printed copy of the Annual Report and the Appendix by completing and returning the Request Form which is sent to him/her/they by post together with the printed copies of the Notice of AGM and Proxy Form.

Personal data privacy:

By (i) submitting an instrument appointing a proxy and/or representative to attend and vote at the AGM and/or any adjournment thereof or (ii) submitting details for the registration to observe the proceedings of the AGM, or (iii) submitting any question prior to the AGM in accordance with this notice, a member of the Company consents to the collection, use and disclosure of the member's personal data and/or its representative's by the Company (or its agents or service providers) for the following purposes:

- (a) processing and administration by the Company (or its agents or service providers) of the appointment of proxy(ies) for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof);
- (b) processing of the registration for purpose of granting access to members (or their corporate representatives in the case of members which are legal entities) to attend the AGM;
- (c) addressing relevant and substantial questions from members received before or at the AGM, following up with the relevant members in relation to such questions; and
- (d) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines by the relevant authorities.

The member's personal data and its representative's personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and/or other agents or bodies for any of the abovementioned purposes, and retained for such period as may be necessary for the Company's verification and record purposes. Photographic, sound and/or video recordings of the AGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the AGM.

*This Notice has been reviewed by the Company's sponsor, SAC Capital Private Limited ("**Sponsor**"). This Notice has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). The SGX-ST assumes no responsibility for the contents of this Notice, including the correctness of any of the statements or opinions made or reports contained in this Notice.*

The contact person for the Sponsor is Ms Audrey Mok, at 1 Robinson Road #21-00 AIA Tower Singapore 048542, Telephone: +65 6232 3210.

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RECLAIMS GLOBAL LIMITED

(Company Registration No. 201834755M)
(Incorporated in the Republic of Singapore)

PROXY FORM

(Please see notes overleaf before completing this Form)

IMPORTANT:

1. A relevant intermediary may appoint more than two (2) proxies to attend the Annual General Meeting and vote (please see note 4 overleaf for the definition of "relevant intermediary").
2. For investors who hold Shares under the Supplementary Scheme ("SRS Investors") (as may be applicable), this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. SRS Investors should contact their respective SRS Operators if they have any queries regarding their appointment as proxies.

I/We, _____ (Name)

_____ (NRIC/Passport No./Registration No.)

_____ (Address)

being a member/members of **Reclaims Global Limited** (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing the person, or either or both of the persons, referred to the above, the Chairman of the AGM as my/our proxy(ies), to attend and vote for or against or abstain from voting on the resolutions for me/us on my/our behalf at the Annual General Meeting of the Company (the "Meeting" or "AGM") to be held at 10 Tuas South Street 7, #03-00, Singapore 637114 on Monday, 27 May 2024 at 10.00 a.m. and at any adjournment thereof. I/We direct my/our proxy(ies) to vote for or against or abstain from voting on the resolutions proposed at the Meeting in the spaces provided hereunder. **If no specific directions as to voting is given in respect of a resolution, the proxy(ies) will vote or abstain from voting at his/her/their discretion as he/she/they will on any other matter arising at the Meeting and at any adjournment thereof.**

No.	Ordinary Resolutions relating to:	Number of Votes For*	Number of Votes Against*	Number of Votes Abstain*
Ordinary Business				
1	Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 January 2024			
2	Final tax exempt (one-tier) dividend of 0.2 Singapore cent per share for the financial year ended 31 January 2024			
3	Re-election of Mr Chan Chew Leh as Director pursuant to Regulation 105 of the Constitution of the Company			
4	Re-election of Ms Chan Bih Tzy as Director pursuant to Regulation 105 of the Constitution of the Company			
5	Payment of Directors' Fees of S\$94,000 for the financial year ending 31 January 2025, to be paid half yearly in arrears			
6	Re-appointment of Messrs RSM SG Assurance LLP as Independent Auditor			
Special Business				
7	Authority to allot and issue shares			
8	Renewal of the General Mandate for Interested Person Transactions			

* Please indicate your vote "For" or "Against" or "Abstain" with a tick [✓] within the box provided if you wish to exercise all your votes. Alternatively, please indicate the number of votes as appropriate. If you mark "Abstain", you are directing your proxy(ies) not to vote.

Note: Voting will be conducted by poll.

Dated this _____ day of _____, 2024

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

Signature of Shareholder(s)
or, Common Seal of Corporate Shareholder

*Delete where inapplicable

IMPORTANT: PLEASE READ NOTES OVERLEAF



NOTES:

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this instrument of appointing a proxy(ies) ("Proxy Form") shall be deemed to relate to all the shares held by you.
2. A member who is not a relevant intermediary may appoint not more than two (2) proxies to attend, speak and vote in their stead. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she/they specify the proportion of the shareholding to be represented by each proxy.
3. A proxy, and the Chairman of the AGM as proxy, need not be a member of the Company.
4. A member who is a relevant intermediary may appoint more than two (2) proxies to attend, speak and vote at the AGM but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy(ies).

"Relevant intermediary" means:

- (a) a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
 - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
5. Investors who hold shares through relevant intermediaries as defined in Section 181 of the Companies Act 1967 of Singapore, including investors under the Supplementary Retirement Scheme ("**SRS Investors**"), who wish to exercise their votes by appointing proxy(ies) should approach their SRS Operators to submit their voting instructions at least seven (7) working days before the AGM (**no later than 10.00 a.m. on 14 May 2024**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit the instrument of proxy to vote on their behalf by 10.00 a.m. on 24 May 2024.
 6. The duly completed and signed Proxy Form must be submitted to the Company in the following manner:
 - (a) if submitted by mail to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
 - (b) if submitted by email to agm@reclaims.sgin either case, to arrive, not later than 72 hours before the time set for the AGM, i.e. by 10.00 a.m. on 24 May 2024.
 7. This Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where this Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised.
 8. Where this Proxy Form is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with this Proxy Form, failing which this proxy form shall be treated as invalid.
 9. Completion and return of this Proxy Form shall not preclude a member from attending, speaking and voting at the AGM if the member so wishes. The appointment of proxy(ies) for the AGM shall be deemed to be revoked if the member attends the AGM in person. The Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the AGM.

PERSONAL DATA PRIVACY:

By attending the Meeting and/or any adjournment thereof or submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 3 May 2024.

GENERAL:

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

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